

# TENNESSEE REGULATORY AUTHORITY



Pat Miller, Chairman  
Deborah Taylor Tate, Director  
Sara Kyle, Director  
Ron Jones, Director

January 31, 2005

Ms. EllenAnn G. Sands, Counsel  
Nowalsky, Bronston & Gothard, LLP  
3500 North Causeway Boulevard  
Suite 1442  
Metairie, Louisiana 70002

Re: Joint Application of Network US, Inc. d/b/a CA Affinity and Motion Telecom, Inc. for  
Approval of an Asset Purchase Agreement - Docket 04-00242

Dear Ms. Sands:

In order to more fully analyze the above-referenced application, the Staff of the Tennessee Regulatory Authority requires more information. Please provide the information requested below by February 10, 2005. In your response, please refer to this document as Data Request No. 3.

1. Please forward a copy of the Management Agreement mentioned in the response to Data Request No.2, question No.2 received by this Authority on January 27, 2005.
2. Why was the Authority not notified about the Management Agreement?
3. On January 18, 2004, the TRA received a request from Motion Telecom, Inc. to withdraw its reseller certification no later than December 31, 2004. The letter further states "Effective upon that Order, and no later than December 31, 2004, Motion will have no customers in the state and will not be billing any of the customers. The customers have been notified by the buyer, Network US, Inc." Is this action expressly allowed by the Management Agreement referenced above? Has Motion already transferred its customers to Network US, Inc?

If you have any questions or comments, please call David McClanahan at 615-741-2904, ext. 177. Please respond by sending one original and 13 copies to:

Ms Sharla Dillon, Docket Room  
460 James Robertson Parkway  
Nashville, Tn. 37243-0505

Sincerely,

Aster Adams, Chief  
Competitive Markets & Policy Division

Cc: Ms. Barbara H. Vonderheid  
Vonderheid Associates  
8101 E. Dartmouth Ave. #95  
Denver, Colorado, 80231

Telephone (615) 741-2904, Toll-Free 1-800-342-8359, Facsimile (615) 741-5015  
www.state.tn.us/tra

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